

# **EXHIBIT D**



Sarah B. Boehm  
804 775 7487

Gateway Plaza  
800 East Canal Street  
Richmond, VA 23219-3916

July 9, 2018

REMITTANCE COPY  
PLEASE RETURN WITH PAYMENT  
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 92129891

Premier Exhibitions, Inc.  
3045 Kingston Court  
Suite I  
Peachtree Corners, GA 30071

TAX ID NO. 54-0505857

JOINT GROUP #2072056

Balance Forward from Prior Invoices: \$17,215.27  
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:		
Current Fees:	\$7,110.50	
Current Disbursements:	<u>\$283.52</u>	
<b>Current Invoice Total:</b>		<u>\$7,394.02</u>

Total Balance Due:		<u><u>\$24,609.29</u></u>
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PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP  
Attn: Accounts Receivable  
800 E. Canal Street  
Richmond, VA 23219-3916

**PAYMENT IN FULL IS DUE UPON PRESENTATION**



**Sarah B. Boehm**  
**804 775 7487**

**Gateway Plaza**  
**800 East Canal Street**  
**Richmond, VA 23219-3916**

July 9, 2018

Premier Exhibitions, Inc.  
 3045 Kingston Court  
 Suite I  
 Peachtree Corners, GA 30071

Bill Through: 06/30/18

**INVOICE NO. 92129891**

**TAX ID NO. 54-0505857**

**FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:**

**Re: Employment and Fee Applications**  
**Our File No. 2072056-0090**

06/19/18	Analyze issues regarding interim fee applications	.40
	Sarah B. Boehm	
06/20/18	Analyze issues regarding fee application	.20
	Sarah B. Boehm	

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$600.00	0.6	\$360.00
	TOTAL FEES	0.6	\$360.00

**Re: Litigation**  
**Our File No. 2072056-0120**

06/01/18	Review Equity Committee filings (0.2); telephone conference with B. Wainger regarding Equity committee motion, position, filing with EDVA Norfolk (0.2)	.40
	Robert W. McFarland	

RMS Titanic, Inc.

File Number: 2072056

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Invoice No. 92129891

July 9, 2018

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06/03/18	Review new pleadings, correspondence and communications on Premier sale, bankruptcy plans Robert W. McFarland	.40
06/04/18	Review, revise Debtor's Response to Equity Motion for Appt. of Trustee Robert W. McFarland	.60
06/05/18	Conference call with B. Wainger and liability insurance counsel M. Nanning on liability coverage position (0.3); telephone conference with B. Wainger regarding dec action (0.2) Robert W. McFarland	.50
06/05/18	Assist R. McFarland with research regarding officers and directors Krystal Lynne Gollogly	.10
06/06/18	Review, revise draft periodic report Robert W. McFarland	.90
06/07/18	Telephone conference with B. Wainger regarding litigation policy issues Robert W. McFarland	.30
06/08/18	Review communications with B. Wainger, Creditors' counsel on periodic report (0.1); letter to Chief Judge Smith, clerk regarding periodic report (0.1); work on insurance coverage dec action (0.3) Robert W. McFarland	.50
06/11/18	Communications with B. Wainger on periodic report (0.2); revise periodic report (0.2); review new correspondence, filings, pleadings (0.2) Robert W. McFarland	.60
06/12/18	Telephone conference with B. Wainger regarding periodic report filing Robert W. McFarland	.10
06/20/18	Review new pleadings on approval of sale (0.4); review coverage opinion letter from AIG/National Union (0.6) Robert W. McFarland	1.00

RMS Titanic, Inc.  
File Number: 2072056  
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July 9, 2018

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06/22/18	Telephone conference with B. Wainger regarding coverage opinions and filings with Norfolk court approving sale Robert W. McFarland	.00 NO CHARGE
06/26/18	Telephone conference with B. Wainger regarding filing of motion for approval of sale, bankruptcy issues (0.2); review new communications on motion for approval (0.1) Robert W. McFarland	.30
06/27/18	Review, revise memo in support of Premier sale (1.9); communications with B. Wainger, co-counsel on motion for approval, exhibits (0.3); revise motion for approval (0.2) Robert W. McFarland	2.40
06/27/18	Prepare exhibits to memorandum in support of motion to approve asset purchase agreement and authorize the sale of RMST's stock Krystal Lynne Gollogly	.20
06/28/18	Communications with co-counsel, J. Sanders on motion for approval (0.3); revise motion, memo for appeal (0.6); letter to Chief Judge Smith with exhibits, revised periodic report (0.2); telephone conference with B. Wainger regarding filings, coverage issues (0.2) Robert W. McFarland	1.30
06/28/18	Prepare exhibits for motion to approve asset purchase agreement and authorize the sale of 100% of RMST's stock to Premier Acquisition Holdings LLC or other qualified purchaser as approved by the bankruptcy court Krystal Lynne Gollogly	.80
06/29/18	Review, revise coverage letter to AIG for BOD Tail coverage (0.8); finalize motion for approval of sale filings (0.2); communications with B. Wainger on approval pleadings, Jacksonville court ruling (0.2) Robert W. McFarland	1.20
06/29/18	Revise, proof motion for sale and memo in support (0.3) Robert W. McFarland	.00

RMS Titanic, Inc.  
 File Number: 2072056  
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Page 4  
 July 9, 2018

06/29/18 Prepare motion to approve asset purchase .60  
 agreement and authorize the sale of 100% of the  
 RMST's stock to Premier Acquisition Holdings  
 LLC or other qualified purchaser as approved by  
 the court for filing  
 Krystal Lynne Gollogly

Timekeeper	Rate/HR	Hours	Fees
Robert W. McFarland	\$600.00	10.5	\$6,300.00
Krystal Lynne Gollogly	\$265.00	1.7	\$450.50
TOTAL FEES		12.2	\$6,750.50

Disbursements and Other Expenses:

06/05/18	WELLS FARGO - Safe Deposit Box No. VAWBA7787630 Inv# 051518 Date: 05/15/2018	\$125.00
06/05/18	WELLS FARGO - Safe Deposit Box No. VAWBA7787629 Inv# 052318 Date: 05/23/2018	\$125.00
06/20/18	MOBILE ONE COURIER SERVICES, INC./ CARGO & LOGISTICS - Courier Service 06/12/18 deliver to United States District Court, Clerks Office, Norfolk, VA for R. McFarland (0591) Inv# 1114667 Date: 06/19/2018	\$25.43
06/20/18	MOBILE ONE COURIER SERVICES, INC./ CARGO & LOGISTICS - Courier Service 06/12/18 deliver to United States District Court, Norfolk, VA for R. McFarland (0591) Inv# 1114667 Date: 06/19/2018	\$8.09
TOTAL EXPENSES		\$283.52

Summary of Fees and Expenses:

Total Fees for all Matters:	\$7,110.50
Total Expenses for all Matters:	<u>\$283.52</u>
Total for this Invoice:	<u><u>\$7,394.02</u></u>



Sarah B. Boehm  
804 775 7487

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August 16, 2018

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DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 92142545

Premier Exhibitions, Inc.  
3045 Kingston Court  
Suite I  
Peachtree Corners, GA 30071

TAX ID NO. 54-0505857

JOINT GROUP #2072056

Balance Forward from Prior Invoices: \$24,609.29  
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:		
Current Fees:	\$8,948.00	
Current Disbursements:	<u>\$350.38</u>	
<b>Current Invoice Total:</b>		<u>\$9,298.38</u>
Total Balance Due:		<u><u>\$33,907.67</u></u>

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August 16, 2018

Premier Exhibitions, Inc.  
3045 Kingston Court  
Suite I  
Peachtree Corners, GA 30071

Bill Through: 07/31/18

**INVOICE NO. 92142545**

**TAX ID NO. 54-0505857**

**FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:**

**Re: Employment and Fee Applications**  
**Our File No. 2072056-0090**

07/05/18	Revise interim fee application	.60
	Sarah B. Boehm	
07/05/18	Email Debtor's main counsel regarding fee application filings	.20
	Courtney A. McCormick	
07/11/18	Finalize fee application	.50
	Courtney A. McCormick	

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$600.00	0.6	\$360.00
Courtney A. McCormick	\$480.00	0.7	\$336.00
		<hr/>	<hr/>
	TOTAL FEES	1.3	\$696.00

**Re: Litigation**  
**Our File No. 2072056-0120**



RMS Titanic, Inc.

File Number: 2072056

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Invoice No. 92142545

August 16, 2018

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07/02/18	Review coverage letter to AIG representative O'Neil (0.2); review new correspondence, communications on bankruptcy sale (0.1) Robert W. McFarland	.30
07/03/18	Review new correspondence, pleadings (0.1); telephone conference with B. Wainger regarding supplemental periodic status report on Euclid motion, NOAA issues (0.2) Robert W. McFarland	.30
07/06/18	Review, revise periodic report (0.2); communications with B. Wainger, W. Poynter on supplemental periodic report, creditor position with EDVA (0.3) Robert W. McFarland	.50
07/08/18	Review unsecured creditors motion for conference and related correspondence Robert W. McFarland	1.00
07/09/18	Draft, revise, proof periodic report on Euclid motions, unsecured motions (0.7); telephone conference with B. Wainger (2x) regarding opposition to unsecured creditors motion in Norfolk federal court, issues (0.4); review new pleadings, correspondence (0.3); letter to Chief Judge Smith, Clerk regarding periodic report (0.1) Robert W. McFarland	1.50
07/09/18	Confer with B. Wainger regarding notice of appearance and financial interest disclosure Krystal Lynne Gollogly	.10
07/10/18	Review, revise opposition to unsecured motion (1.7); communications with B. Wainger on opposition to unsecured motion (0.3) Robert W. McFarland	2.00
07/11/18	Revise, proof objection to museum (0.9); communications with co-counsel on objection, motions in bankruptcy case (0.3); review new coverage denial from Argonaut (0.2); finalize tail coverage letter to AIG counsel E. O'Neil (0.3) Robert W. McFarland	1.70

RMS Titanic, Inc.

File Number: 2072056

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August 16, 2018

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07/12/18	Telephone conference with B. Wainger regarding objections to Museum standing (0.1); finalize objections to Museum filing (0.1); letter to clerk regarding objection (0.1) Robert W. McFarland	.30
07/12/18	File objection to notice of appearance Krystal Lynne Gollogly	.10
07/13/18	Review U.S. Attorney/NOAA response brief on motion for approval (0.4); review new correspondence from Sellers and Weiser counsel on coverage (0.1); review new pleadings, correspondence (0.2) Robert W. McFarland	.70
07/25/18	Review Government/NOAA status report Robert W. McFarland	.20
07/25/18	Review status report filed on behalf of United States of America Krystal Lynne Gollogly	.10
07/26/18	Telephone conference, communications with B. Wainger on 7/25 hearing, continuance of 8/10 hearing with Chief Judge Smith (0.3); draft, revise letter to Chief Judge Smith continuing 8/10 hearing (0.4); review new correspondence, filings (0.2); telephone conference with AUSA K. Porter regarding 8/10 hearing (0.1) Robert W. McFarland	1.00
07/27/18	Review new pleadings by NMM, U.S. Government (0.3); communications with B. Wainger on response to NMM opposition (0.1) Robert W. McFarland	.40
07/27/18	Review communications regarding submitting reply to NMM's objection Krystal Lynne Gollogly	.10
07/30/18	Draft, review and revise NMM standing reply brief (0.6); review and revise motions, memo for continuance (0.5); emails with B. Wainger, H. Winberg on motions, insurance coverage issues, in Norfolk action via-a-vis bankruptcy (0.9); review new pleadings (0.3) Robert W. McFarland	2.30

RMS Titanic, Inc.  
 File Number: 2072056  
 Invoice No. 92142545

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 August 16, 2018

07/30/18 Revise reply to response to objection to notice of appearance .10  
 Krystal Lynne Gollogly

07/30/18 Review Motion to appear pro hac vice by N. Quartaro .10  
 Krystal Lynne Gollogly

07/31/18 Communications with B. Wainger, co-counsel on Norfolk hearing, NMM standing, and insurance coverage response to EC (0.5); revise, proof NMM objection reply (0.3); review new correspondence, pleadings from Norfolk action (0.4) 1.20  
 Robert W. McFarland

07/31/18 File Reply to NMM's response to Plaintiff's Objection to Notice of Appearance .20  
 Krystal Lynne Gollogly

Timekeeper	Rate/HR	Hours	Fees
Robert W. McFarland	\$600.00	13.4	\$8,040.00
Krystal Lynne Gollogly	\$265.00	0.8	\$212.00
TOTAL FEES		14.2	\$8,252.00

Disbursements and Other Expenses:

Copy Charges \$209.80  
 Pacer Research \$6.00

07/11/18 MOBILE ONE COURIER SERVICES, INC./ CARGO & LOGISTICS - Courier Service 06/28/18 deliver to United States District Court, Clerks Office, Norfolk, VA for R. McFarland (0591) Inv# 1114674 Date: 06/30/2018 \$29.24

07/11/18 MOBILE ONE COURIER SERVICES, INC./ CARGO & LOGISTICS - Courier Service 06/28/18 deliver to Chief Judge Rebecca B. Smith, Norfolk, VA for R. McFarland (0591) Inv# 1114674 Date: 06/30/2018 \$8.09

07/11/18 MOBILE ONE COURIER SERVICES, INC./ CARGO & LOGISTICS - Courier Service 06/29/18 deliver to United States District Court, Rebecca Smith, Chief Judge, Norfolk, VA for R. McFarland (0591) Inv# 1114674 Date: 06/30/2018 \$8.09

07/11/18 MOBILE ONE COURIER SERVICES, INC./ CARGO & LOGISTICS - Courier Service 06/29/18 deliver to United States District Court, Clerks Office, Norfolk, VA for R. McFarland (0591) Inv# 1114674 Date: 06/30/2018 \$22.12

RMS Titanic, Inc.

File Number: 2072056

Invoice No. 92142545

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August 16, 2018

07/18/18	MOBILE ONE COURIER SERVICES, INC./ CARGO & LOGISTICS - Courier Service 07/09/18 deliver to United States District Court, Clerks Office, Norfolk, VA for R. McFarland (0591) Inv# 1114682 Date: 07/17/2018	\$25.43
07/18/18	MOBILE ONE COURIER SERVICES, INC./ CARGO & LOGISTICS - Courier Service 07/09/18 deliver to United States District Court, Norfolk, VA for R. McFarland (0591) Inv# 1114682 Date: 07/17/2018	\$8.09
07/18/18	MOBILE ONE COURIER SERVICES, INC./ CARGO & LOGISTICS - Courier Service 07/12/18 deliver to United States District Court, Clerks Office, Norfolk, VA for R. McFarland (0591) Inv# 1114682 Date: 07/17/2018	\$25.43
07/18/18	MOBILE ONE COURIER SERVICES, INC./ CARGO & LOGISTICS - Courier Service 07/12/18 deliver to United States District Court, Norfolk, VA for R. McFarland (0591) Inv# 1114682 Date: 07/17/2018	\$8.09
TOTAL EXPENSES		<u>\$350.38</u>

Summary of Fees and Expenses:

Total Fees for all Matters:	\$8,948.00
Total Expenses for all Matters:	<u>\$350.38</u>
Total for this Invoice:	<u><u>\$9,298.38</u></u>



Sarah B. Boehm  
804 775 7487

Gateway Plaza  
800 East Canal Street  
Richmond, VA 23219-3916

September 18, 2018

REMITTANCE COPY  
PLEASE RETURN WITH PAYMENT  
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 92151850

Premier Exhibitions, Inc.  
3045 Kingston Court  
Suite I  
Peachtree Corners, GA 30071

TAX ID NO. 54-0505857

JOINT GROUP #2072056

Balance Forward from Prior Invoices: \$33,907.67  
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:		
Current Fees:	\$12,421.00	
Current Disbursements:	<u>\$140.44</u>	
<b>Current Invoice Total:</b>		<u>\$12,561.44</u>
Total Balance Due:		<u><u>\$46,469.11</u></u>

PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP  
Attn: Accounts Receivable  
800 E. Canal Street  
Richmond, VA 23219-3916

**PAYMENT IN FULL IS DUE UPON PRESENTATION**



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September 18, 2018

Premier Exhibitions, Inc.  
3045 Kingston Court  
Suite I  
Peachtree Corners, GA 30071

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**TAX ID NO. 54-0505857**

**FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:**

**Re: Employment and Fee Applications**  
**Our File No. 2072056-0090**

08/17/18 Prepare order on sixth interim fee application	.30
Anna Haugen	
08/17/18 Assess and analyze sixth interim fee	.20
application for purposes of providing order on	
application	
Anna Haugen	
08/23/18 Revise fee application order	.20
Sarah B. Boehm	

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$600.00	0.2	\$120.00
Anna Haugen	\$315.00	0.5	\$157.50
		<hr/>	<hr/>
	TOTAL FEES	0.7	\$277.50

**Re: Litigation**  
**Our File No. 2072056-0120**

RMS Titanic, Inc.

File Number: 2072056

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Invoice No. 92151850

September 18, 2018

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08/01/18	Telephone conference with B. Wainger regarding insurance coverage issues, dec action, hearing on 8/10 Robert W. McFarland	.10
08/02/18	Telephone conference with Chief Judge Smith clerk S. Cherry regarding hearing on 8/10 (0.1); communications with B. Wainger on 8/10 hearing, insurance coverage issues for directors, bankruptcy court ruling (0.2); review bankruptcy court order and effect on RMST Robert W. McFarland	.50
08/03/18	Revise periodic report on bankruptcy court 8/2 rulings (0.2); telephone conference with B. Wainger on 8/10 hearing issues (0.2); communications with co-counsel, client on periodic report, hearing (0.2) Robert W. McFarland	.60
08/06/18	Communications with B. Wainger, H. Winsberg on periodic report Robert W. McFarland	.10
08/07/18	Telephone conference with B. Wainger regarding hearing on 8/10, intervention Robert W. McFarland	.20
08/08/18	Review new orders, communications on 8/10 hearing, motions (0.2); communications with co-counsel on hearing, intervention (0.1) Robert W. McFarland	.30
08/11/18	Communications with counsel on hearing (0.2) Robert W. McFarland	.00
08/13/18	Review coverage opinion on allocation from AIG and related correspondence (0.2); review, revise objections to Equity Committee standing (0.2) Robert W. McFarland	.40
08/14/18	Telephone conference with B. Wainger regarding coverage, allocation issues for Directors on Equity claims Robert W. McFarland	.20
08/16/18	Communications with B. Wainger on EC intervention motion Robert W. McFarland	.10

RMS Titanic, Inc.

File Number: 2072056

Page 3

Invoice No. 92151850

September 18, 2018

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08/17/18	Review motions to intervene by EC and NMM (1.1); telephone conference with B. Wainger regarding responses to motions to intervene, hearing (0.2); communications with B. Wainger, W. Poynter on motions to intervene, responses (0.4) Robert W. McFarland	1.70
08/17/18	Review motion to intervene and docket opposition deadline Krystal Lynne Gollogly	.20
08/20/18	Communications with B. Wainger, W. Poynter on hearing issues (0.6); conference call with B. Wainger, J. Sanders on hearing issues (0.9); telephone conference with AUSA K. Porter regarding hearing on 8/21 (0.2); prepare for hearing on 8/21 (1.7) Robert W. McFarland	3.40
08/21/18	Meet with J. Sanders, H. Winsberg, B. Wainger and prepare for hearing (1.7); prepare for and attend status conference hearing (3.5); telephone conference with B. Wainger regarding opposition motion to intervene, next steps (0.2) Robert W. McFarland	5.40
08/22/18	Telephone conference with B. Wainger regarding hearing date, briefing (0.1); communications with EC attorney P. Gurfein regarding briefing, hearing (0.2) Robert W. McFarland	.30
08/22/18	Review order and docket deadlines Krystal Lynne Gollogly	.20
08/23/18	Brief review of hearing transcript Robert W. McFarland	.20
08/23/18	Review notice regarding transcript of proceedings held on August 21, 2018 and docket deadlines Krystal Lynne Gollogly	.20
08/27/18	Review and reply to new correspondence, communications from co-counsel on Periodic Report, intervention (0.4); review, revise Periodic Report (0.5); review Eyos submission to Chief Judge Smith (0.2) Robert W. McFarland	1.10



RMS Titanic, Inc.

File Number: 2072056

Page 4

Invoice No. 92151850

September 18, 2018

08/27/18	Review letter from EYOS Expeditions Krystal Lynne Gollogly	.10
08/29/18	Review, revise opposition brief to Museum motion to intervene (2.2); review and reply to communications on motions, opposition (0.2) Robert W. McFarland	2.40
08/30/18	Review, revise objection to EC motion to intervene (0.9); review, revise objections to Museum intervention (0.3) Robert W. McFarland	1.20
08/31/18	Review, revise opposition briefs to intervention by Museum, EC Robert W. McFarland	1.20
08/31/18	Finalize and file oppositions to motions to intervene with exhibits Krystal Lynne Gollogly	1.20

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Robert W. McFarland	\$600.00	19.4	\$11,640.00
Krystal Lynne Gollogly	\$265.00	1.9	\$503.50
TOTAL FEES		21.3	\$12,143.50

Disbursements and Other Expenses:

	Pacer Research	\$4.10
08/20/18	MOBILE ONE COURIER SERVICES, INC./ CARGO & LOGISTICS - Courier Service 08/07/18 deliver to United States District Court, Clerks Office, Norfolk, VA for R. McFarland (0591) Inv# 1114702 Date: 08/14/2018	\$28.13
08/20/18	MOBILE ONE COURIER SERVICES, INC./ CARGO & LOGISTICS - Courier Service 08/07/18 deliver to United States District Court, Norfolk, VA for R. McFarland (0591) Inv# 1114702 Date: 08/14/2018	\$8.09
08/22/18	Robert McFarland - Lunch - Lunch for RMST hearing prep for hearing in USDC, on 08/21/2018 Brian Wainger, Billy Poynter, Jessica Sanders, Harris Winsberg, Robert McFarland	\$59.62
08/23/18	Jody Stewart, CRR, RMR - Transcript of hearing 8.21.18 Inv# 20180054 Date: 08/23/2018	\$40.50
TOTAL EXPENSES		\$140.44

RMS Titanic, Inc.

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Page 5

September 18, 2018

Summary of Fees and Expenses:

Total Fees for all Matters: \$12,421.00

Total Expenses for all Matters: \$140.44

Total for this Invoice: \$12,561.44



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October 11, 2018

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TAX ID NO. 54-0505857

JOINT GROUP #2072056

Balance Forward from Prior Invoices: \$46,469.11  
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:		
Current Fees:	\$12,030.50	
Current Disbursements:	<u>\$385.23</u>	
<b>Current Invoice Total:</b>		<u>\$12,415.73</u>

Total Balance Due:		<u><u>\$58,884.84</u></u>
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October 11, 2018

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Bill Through: 07/31/18

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**TAX ID NO. 54-0505857**

**FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:**

**Re: Employment and Fee Applications**  
**Our File No. 2072056-0090**

09/26/18 Analyze issues regarding fee applications .20  
Sarah B. Boehm

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$600.00	0.2	\$120.00
TOTAL FEES		0.2	\$120.00

**Re: Litigation**  
**Our File No. 2072056-0120**

09/05/18 Review new filings, correspondence in .20  
intervention  
Robert W. McFarland

09/06/18 Communications with EC attorney P. Gurfein on .60  
withdrawal of intervention motion (0.1); review  
EC intervene withdrawal (0.1); review NMM reply  
brief on intervention (0.4)  
Robert W. McFarland

RMS Titanic, Inc.

File Number: 2072056

Page 2

Invoice No. 92159420

October 11, 2018

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09/06/18	Review status report regarding August 30, 2018 bankruptcy court hearing Krystal Lynne Gollogly	.10
09/07/18	Review, revise periodic report Robert W. McFarland	.50
09/11/18	Review Judge Glenn order and NOAA status report Robert W. McFarland	.20
09/11/18	Review status report by United States of America Krystal Lynne Gollogly	.10
09/12/18	Review, revise draft periodic report (0.7); communications with co-counsel on periodic report, NOAA filing (0.3) Robert W. McFarland	1.00
09/13/18	Revise periodic report (0.4); communications with co-counsel on periodic report and NOAA position on sale (0.3) Robert W. McFarland	.70
09/14/18	Revise, finalize periodic report (0.6); communications with B. Wainger on periodic report, hearing (0.1); review new correspondence (0.1) Robert W. McFarland	.80
09/14/18	Review and file periodic report (.1); upload same to electronic repository (.1); communication with B. Wainger attaching filed periodic report (.1); Krystal Lynne Gollogly	.30
09/17/18	Review new correspondence from AUSA, NOAA on APA approval issues, documents (0.3); conference call with co-counsel and SHP counsel on US/NOAA document requests, hearing (0.4); telephone conference with court clerk S. Cherry regarding hearing on 9/18 (0.1) Robert W. McFarland	.80
09/18/18	Prepare for and attend hearing on federal court (5.0); review new correspondence and communications from NOAA (0.2) Robert W. McFarland	5.20

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09/18/18	Review electronic filing notification regarding continuation of status hearing Krystal Lynne Gollogly	.10
09/19/18	Confer with court reporter regarding expedited copy of hearing transcript Krystal Lynne Gollogly	.20
09/19/18	Review court notifications and deadlines Krystal Lynne Gollogly	.40
09/20/18	Conference call with AUSA K. Porter, NOAA attorney J. Rolleri, B. Wainger regarding OYOS order (0.5); review and revise EYOS order (0.4) Robert W. McFarland	.90
09/21/18	Review new correspondence on EYOS expedition (0.4); conference call with AUSA K. Porter and NOAA attorney J. Rolleri on EYOS order, jurisdiction (0.5); conference call with B. Wainger, D. Gallo on EYOS issues (0.7); conference call with D. Gallo, B. Wainger, B. Lang on EYOS expedition (0.4) Robert W. McFarland	2.00
09/21/18	Review transcript from September 18th hearing and upload same to electronic repository Krystal Lynne Gollogly	.10
09/24/18	Revise order on EYOS expedition (0.5); conference call with NOAA attorney J. Rolleri and B. Wainger on EYOS order (0.2); telephone conference with B. Wainger regarding due diligence, EYOS expedition (0.2); review and reply to new correspondence, communications on EYOS, insurance coverage issues, documents for NOAA document production (0.9) Robert W. McFarland	1.80
09/25/18	Extensive communications with NOAA counsel on order, EYOS' expedition (0.3); communications with B. Wainger on order, EYOS, due diligence documents (0.2); revise order on EYOS (0.3) Robert W. McFarland	.80

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09/26/18	Communications with NOAA counsel on Order, McCallum declaration (0.3); draft, revise McCallum declaration (0.2); communications with R. McCallum on declaration (0.2); review, revise due diligence response (0.7); letters to clerk regarding order, McCallum letter (0.2) Robert W. McFarland	1.60
09/27/18	Review and reply to new communications from AUSA K. Porter on order, filings Robert W. McFarland	.10
09/27/18	Review court notice attaching letter to F. Galindo enclosing an endorsed agreed order regarding EYOS and update electronic repository with same Krystal Lynne Gollogly	.10
09/27/18	Review court notice attaching letter to judge enclosing letter from EYOS Expeditions and memo from Droycon Bioconcepts and upload same to electronic repository Krystal Lynne Gollogly	.20
09/28/18	Communications with B. Wainger on EYOS, due diligence issues (0.5); review, revise due diligence response to NOAA (1.1); review NOAA status report on EYOS (0.2); communications with AUSA Porter on due diligence (0.1) Robert W. McFarland	1.90
09/28/18	Review order regarding EYOS research and upload same to electronic repository Krystal Lynne Gollogly	.10

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Robert W. McFarland	\$600.00	19.1	\$11,460.00
Krystal Lynne Gollogly	\$265.00	1.7	\$450.50
TOTAL FEES		20.8	\$11,910.50

Disbursements and Other Expenses:

09/05/18	MOBILE ONE COURIER SERVICES, INC. - Courier Service 08/28/18 deliver to United States District Court, Norfolk, VA for R. McFarland (0591) Inv# 1114711 Date: 08/31/2018	\$25.43
09/05/18	MOBILE ONE COURIER SERVICES, INC. - Courier Service 08/28/18 deliver to United States District Court, Norfolk, VA for R. McFarland (0591) Inv# 1114711 Date: 08/31/2018	\$8.09

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09/13/18	MOBILE ONE COURIER SERVICES, INC. - Courier Service 09/07/18 deliver to United States District Court, Clerks Office, Norfolk, VA for R. McFarland (0591) Inv# 1114715 Date: 09/11/2018	\$25.97
09/13/18	MOBILE ONE COURIER SERVICES, INC. - Courier Service 09/07/18 deliver to United States District Court, Norfolk, VA for R. McFarland (0591) Inv# 1114715 Date: 09/11/2018	\$9.15
09/20/18	Robert McFarland - Lunch - lunch before hearing: Wainger, Poynter, Winsberg, Sanders, McFarland, on 09/18/2018 Brian Wainger, Billy Poynter, Robert McFarland	\$59.62
09/24/18	Jody Stewart, CRR, RMR - Transcript of hearing on 8.31.18 Inv# 20180068 Date: 09/21/2018	\$223.45
09/26/18	MOBILE ONE COURIER SERVICES, INC. - Courier Service 09/17/18 deliver to United States District Court, Clerks Office, Norfolk, VA for R. McFarland (0591) Inv# 1114722 Date: 09/25/2018	\$25.43
09/26/18	MOBILE ONE COURIER SERVICES, INC. - Courier Service 09/17/18 deliver to United States District Court, Norfolk, VA for R. McFarland (0591) Inv# 1114722 Date: 09/25/2018	\$8.09

TOTAL EXPENSES	\$385.23
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Summary of Fees and Expenses:

Total Fees for all Matters:	\$12,030.50
Total Expenses for all Matters:	\$385.23
Total for this Invoice:	\$12,415.73